

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U62100TG2002PLC040118

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCH3448M

(ii) (a) Name of the company

GMR HYDERABAD INTERNATIC

(b) Registered office address

GMR Aero Towers,
Rajiv Gandhi International Airport,
Shamshabad
Hyderabad
Telangana
500102

(c) *e-mail ID of the company

ghial-cs@gmrgroup.in

(d) *Telephone number with STD code

04067393260

(e) Website

hyderabad.aero

(iii) Date of Incorporation

17/12/2002

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32, Financial District, N
anakramguda, Serilingampally NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H4	Air transport	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	GMR ENTERPRISES PRIVATE LIM	U74900TN2007PTC102389	Holding	0
2	GMR AIRPORTS INFRASTRUCTU	L45203HR1996PLC113564	Holding	0
3	GMR AIRPORTS LIMITED	U65999HR1992PLC101718	Holding	63
4	GMR HYDERABAD AEROTROP	U45400TG2007PLC054827	Subsidiary	100
5	GMR HYDERABAD AVIATION S	U45209TG2007PLC056527	Subsidiary	100
6	GMR HOSPITALITY AND RETAIL	U52100TG2008PLC060866	Subsidiary	100
7	GMR AIR CARGO AND AEROSP	U45201TG2008PLC067141	Subsidiary	100

8	GMR AERO TECHNIC LIMITED	U35122TG2010PLC070489	Subsidiary	100
9	GMR HYDERABAD AIRPORT AS	U70109TG2020PLC146262	Subsidiary	100
10	LAQSHYA HYDERABAD AIRPOI	U74300MH2007PTC176612	Joint Venture	49
11	ESR GMR LOGISTICS PARK PRIV	U70109TG2018PTC129207	Associate	30
12	DIGI YATRA FOUNDATION	U63030DL2019NPL346327	Joint Venture	14.8

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	400,000,000	378,000,000	378,000,000	378,000,000
Total amount of equity shares (in Rupees)	4,000,000,000	3,780,000,000	3,780,000,000	3,780,000,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	400,000,000	378,000,000	378,000,000	378,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	4,000,000,000	3,780,000,000	3,780,000,000	3,780,000,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	378,000,000	378000000	3,780,000,000	3,780,000,000	
Increase during the year	0	0	0	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	378,000,000	378000000	3,780,000,000	3,780,000,000	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

- Nil
 [Details being provided in a CD/Digital Media] Yes No Not Applicable
- Separate sheet attached for details of transfers Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input style="width: 90%;" type="text"/>
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Date of registration of transfer (Date Month Year)	<input style="width: 90%;" type="text"/>
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Type of transfer	<input style="width: 90%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input style="width: 90%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 90%;" type="text"/>
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Ledger Folio of Transferor	<input style="width: 95%;" type="text"/>
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Transferor's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input style="width: 95%;" type="text"/>
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Transferee's Name	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>	<input style="width: 95%;" type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input style="width: 90%;" type="text"/>
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Type of transfer	<input style="width: 90%;" type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--	--

Number of Shares/ Debentures/ Units Transferred	<input style="width: 90%;" type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input style="width: 90%;" type="text"/>
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Ledger Folio of Transferor						
Transferor's Name						
	Surname		middle name		first name	
Ledger Folio of Transferee						
Transferee's Name						
	Surname		middle name		first name	

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	95,500	1000000; 100000	19,900,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			19,900,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	19,900,000,000	0	19,900,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

3

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
4.25% Senior Secured I	1,750	USD 200000	350,000,000	USD 200000	350,000,000
4.75% Senior Secured I	1,436.58	USD 200000	287,316,000	USD 200000	287,316,000
5.375% Senior Secured I	368	USD 200000	73,600,000	USD 200000	73,600,000
Total	3,554.58		710,916,000		710,916,000

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

12,462,400,000

(ii) Net worth of the Company

18,030,700,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	238,139,999	63	0	
10.	Others	0	0	0	
	Total	238,140,000	63	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	49,140,000	13	0	
	(ii) State Government	49,140,000	13	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign Institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others (Foreign Bodies Corporate)	41,580,000	11	0	
	Total	139,860,000	37	0	0

Total number of shareholders (other than promoters)

4

**Total number of shareholders (Promoters+Public/
Other than promoters)**

11

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	4	4
Debenture holders	0	7

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	2	15	2	15	0	0
(i) Non-Independent	2	11	2	11	0	0
(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	15	2	15	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 20

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
GRANDHI MALLIKARJI	00574243	Whole-time directo	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
BUCHISANYASI RAJU	00061686	Managing Director	0	
SRINIVAS BOMMIDALA	00061464	Director	0	
KIRAN KUMAR GRANT	00061669	Director	0	
RAMAKRISHNA RAO K	05148824	Director	0	
JAYESH RANJAN	00003692	Director	0	
PRASANNA CHALLA	01630300	Director	0	
HANUMANTHU JAGAN	02385290	Director	0	
DHARMENDRA BHOJV	08826067	Director	0	
SUBBA RAO AMARTHA	00082313	Director	0	
MUNDAYAT RAMACHA	01573258	Director	0	
BIJAL TUSHAR AJINKY	01976832	Director	0	
MADHU RAMACHANDI	02683483	Director	0	
JOYANTA CHAKRABO	09090219	Director	0	
ANTOINE ROGER BER	09069083	Director	0	
CAMILO PEREZ PERE	09151518	Director	0	
ISKANDAR MIZAL BIN	09479519	Director	0	24/10/2023
PRADEEP PANICKER	ADMPP6662J	CEO	0	
ANAND KUMAR POLAI	AJGPP2387N	CFO	0	
KIRAN KUMAR MANIKY	AGCPK4962F	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
BIJAL TUSHAR AJINKY	01976832	Director	15/09/2022	Appointment
KIRAN KUMAR MANIK	AGCPK4962F	Company Secretary	28/04/2022	Appointment
SIVA KAMESWARI VIS	02336249	Director	20/08/2022	Cessation
ANUP KUMAR SAMAL	AQBPS8144A	Company Secretary	06/04/2022	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
19th Annual General Meeting	15/09/2022	11	10	100
26th Extra Ordinary General Meeting	16/02/2023	11	10	100

B. BOARD MEETINGS

*Number of meetings held

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/04/2022	17	16	94.12
2	18/07/2022	17	15	88.24
3	20/10/2022	17	14	82.35
4	20/01/2023	17	14	82.35
5	24/03/2023	17	11	64.71

C. COMMITTEE MEETINGS

Number of meetings held

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committ	28/04/2022	7	7	100
2	Audit Committ	18/07/2022	7	7	100
3	Audit Committ	17/10/2022	7	7	100
4	Audit Committ	20/01/2023	7	7	100
5	Audit Committ	24/03/2023	7	7	100
6	Nomination an	28/04/2022	6	4	66.67
7	Nomination an	18/07/2022	6	6	100
8	Nomination an	20/01/2023	6	5	83.33
9	Corporate Soc	28/04/2022	3	2	66.67
10	Stakeholders F	29/03/2023	4	3	75

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	15/09/2023
								(Y/N/NA)
1	GRANDHI MA	5	4	80	0	0	0	No
2	BUCHISANYA	5	5	100	0	0	0	No
3	SRINIVAS BO	5	2	40	0	0	0	No
4	KIRAN KUMA	5	1	20	0	0	0	No
5	RAMAKRISHN	5	4	80	7	7	100	No
6	JAYESH RAN	5	4	80	1	0	0	No
7	PRASANNA C	5	5	100	12	11	91.67	No
8	HANUMANTH	5	5	100	3	3	100	No
9	DHARMENDE	5	4	80	4	3	75	Yes
10	SUBBA RAO /	5	5	100	10	9	90	Yes
11	MUNDAYAT F	5	5	100	8	8	100	Yes

12	BIJAL TUSHA	3	3	100	3	3	100	No
13	MADHU RAM.	5	5	100	9	9	100	Yes
14	JOYANTA CH	5	4	80	1	1	100	No
15	ANTOINE RO	5	4	80	6	3	50	No
16	CAMILO PER	5	5	100	5	5	100	No
17	ISKANDAR M	5	3	60	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	GRANDHI MALLIK	Whole-time dire	28,600,000	0	0	3,914,000	32,514,000
2	BUCHISANYASI R	Managing Direct	14,797,116	0	0	16,355,707	31,152,823
	Total		43,397,116	0	0	20,269,707	63,666,823

Number of CEO, CFO and Company secretary whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	PRADEEP PANICK	CEO	25,218,002	0	0	1,907,802	27,125,804
2	ANAND KUMAR PC	CFO	14,493,763	0	0	1,550,683	16,044,446
3	KIRAN KUMAR MA	Company Secre	3,628,326	0	0	135,520	3,763,846
4	ANUP KUMAR SAM	Company Secre	483,459	0	0	0	483,459
	Total		43,823,550	0	0	3,594,005	47,417,555

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUBBA RAO AMAF	INDEPENDENT	0	0	0	480,000	480,000
2	MUNDAYAT RAMA	INDEPENDENT	0	0	0	460,000	460,000
3	SIVA KAMESWARI	INDEPENDENT	0	0	0	160,000	160,000
4	MADHU RAMACHA	INDEPENDENT	0	0	0	460,000	460,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	BIJAL TUSHAR AJI	INDEPENDENT	0	0	0	240,000	240,000
6	HANUMANTHU JAGANNATH	DIRECTOR	0	0	0	140,000	140,000
7	RAMAKRISHNA RAJESH	DIRECTOR	0	0	0	220,000	220,000
8	JAYESH RANJAN	DIRECTOR	0	0	0	80,000	80,000
9	JOYANTA CHAKRAVARTY	DIRECTOR	0	0	0	100,000	100,000
10	DHARMENDRA BHASKAR	DIRECTOR	0	0	0	140,000	140,000
11	ISKANDAR MIZAL	DIRECTOR	0	0	0	60,000	60,000
	Total		0	0	0	2,540,000	2,540,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

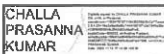
I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director 

DIN of the director

To be digitally signed by 

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

GHIAL Shares and NCDs as on 31-03-202 1-2-GHIAL-MGT-8-FY-2022-23-dated-13-1 GHIAL MGT-7 2023 - Clarification.pdf Details of Committee Meetings.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

GMR Hyderabad International Airport Limited

Details of Shareholders as on March 31, 2023

(Equity Share of face value of Rs.10 each) ISIN INE802J01012

SNo	Name of the Shareholder	No. of Shares held	% to Total Number of Shares	Total amount of shares (in rupees)
1	GMR Airports Limited	23,81,38,995	63.0000	2,38,13,89,950
2	GMR Airports Infrastructure Limited (Formerly known as GMR Infrastructure Limited)	1,000	0.0003	10,000
3	Malaysia Airports Holdings Berhad	6,460	0.0017	64,600
4	MAHB (Mauritius) Private Limited	4,15,73,540	10.9983	41,57,35,400
5	Airports Authority of India	4,91,40,000	13.0000	49,14,00,000
6	Government of Telangana	4,91,40,000	13.0000	49,14,00,000
7	Dhruvi Securities Limited (Nominee Shareholder of GMR Airports Limited)	1	--	10
8	GMR Corporate Affairs Limited (Nominee Shareholder of GMR Airports Limited)	1	--	10
9	GMR Corporate Services Limited (Formerly known as GMR Aerostructure Services Limited) (Nominee Shareholder of GMR Airports Limited)	1	--	10
10	GMR Business Process and Services Private Limited (Nominee Shareholder of GMR Airports Limited)	1	--	10
11	Mr. Rajesh Kumar Arora (Nominee Shareholder of GMR Airports Limited)	1	--	10
	Total	37,80,00,000	100.0000	3,78,00,00,000

GMR Hyderabad International Airport Limited

Details of Non-Convertible Debentures (NCD) as on March 31, 2023

A) 8.805% Listed, Secured, Rated, Redeemable NCDs - INE802J07019

SNo.	Name of the NCD Holder	No. of NCDs	Face Value (Rs.) per NCD	Total Amount (Rs. in Crs)
1.	India Infradebt Limited	5000	1000000	500
2.	India Infrastructure Finance Company Limited	3000	1000000	300
3.	ICICI Bank Ltd	2000	1000000	200
4.	NIIF Infrastructure Finance Limited	1000	1000000	100
5.	Aditya Birla Finance Limited	500	1000000	50
	Total	11500		1150

B) 8.710% Listed, Secured, Rated, Redeemable NCDs - INE802J07027

SNo.	Name of the NCD Holder	No. of NCDs	Face Value (Rs.) per NCDs	Total Amount (Rs. in Crs)
1	ICICI Bank Ltd	29000	100000	290
2.	NIIF Infrastructure Finance Limited	20000	100000	200
3.	Aditya Birla Finance Limited	15000	100000	150
4.	Aseem Infrastructure Finance Limited	10000	100000	100
5.	Kotak Infrastructure Debt Fund Ltd	10000	100000	100
	Total	84000		840



KBG Associates Company Secretaries

Form No.MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of
Companies (Management and Administration) Rules, 2014]

To
The Board of Directors
GMR Hyderabad International Airport Limited
(CIN: U62100TG2002PLC040118)
GMR Aero Towers
Rajiv Gandhi International Airport
Shamshabad, Hyderabad
Telangana, India - 500 108

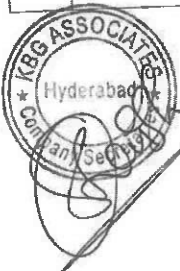
We have examined the registers, records, books and papers of **GMR Hyderabad International Airport Limited** ("the Company") as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31st March, 2023**. In our opinion and to the best of our knowledge and according to the examinations carried out by us and explanations furnished to us, by the Company, its officers and agents, we certify that:

Sl	Particulars
1	the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
2	during the aforesaid financial year, the Company has complied with the provisions of the Act and the rules made thereunder in respect of: a. its status under the Act; b. the Company has maintained the Registers / Records, as applicable to the Company and made entries therein within the time prescribed therefor; c. the Company has filed forms and returns as stated in the annual return, with the Registrar of Companies, Central Government or other authorities within the prescribed time; d. the Company has convened meetings of the Board of Directors and its Committees thereof and also the Meetings of Members of the Company on due dates as stated in the Annual Return. Proper notices were given and the proceedings including the circular resolutions, were properly recorded in the Minutes Books / Registers as maintained for the purpose and the same have been signed;





SI	Particulars
	e. the Company is not required to close its register of Members / Security Holders during the financial year under review;
	f. the Company has not extended any loans or advances to the Directors of the Company and / any person in whom any Director of the Company is interested (as referred in Section 185 of the Act);
	i. we have been given to understand that the ultimate holding company of the Company viz. GMR Enterprises Private Limited, is registered as a Systematically Important Non-Banking Financial Company - Core Investment Company under Section 45-1A of the Reserve Bank of India Act, 1934 ('NBFC-SI') and hence, the provisions of Section 186 (1) of the Companies Act 2013 with respect to investment in more than 2 layers of step down subsidiaries, are not applicable to the Company.
	j. the Company has not entered into any contract / arrangement with the related parties as specified under Section 188 of the Act. However, all the transactions with related parties, being in the ordinary course of business and at arms' length basis, were reviewed and approved by the Audit Committee and the relevant disclosures have been made as per requirement of the Act;
	k. the Company has not issued or allotted shares or buy back of securities or redemption of preference shares or alteration or reduction of share capital or conversion of shares during the financial year under review. during financial year 2022-23, the Company had issued Rated, Listed, Secured, Redeemable, Non-Convertible Debentures ("NCDs") on private placement basis in December 2022 for an amount of Rs. 1150.00 Crores and in March 2023 for an amount of Rs. 840.00 Crores ; aggregating upto Rs.1990.00 Crores. The proceeds of NCD issues were utilised for part-refinancing of the Foreign Currency Bonds. The NCDs are listed on BSE Limited with effect from 14 th December, 2022, and since such date, the Company has become a High Value Debt Listed Entity. further, based on the verification of reporting made by the Company with BSE Limited and information furnished to us, we report that the Company has complied with applicable Regulations of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.
	l. the Company has not declared dividend for the financial year 2022-23. Further, there was no transfer of unpaid/unclaimed dividend or other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act.





SI	Particulars
	<p>m. the Company has complied with signing of Audited Financial Statements as per the provisions of Section 134 of the Act and the Board's Report as per sub sections (3), (4) and (5) thereof;</p>
	<p>n. the Company has complied with the various provisions of the Act in respect of appointment, re-appointment and retirement of the Directors, Key Managerial Personnel and the changes in the composition of the Board of Directors and Key Managerial Personnel (KMP) that took place during the period under review can be summarized as under :</p> <ul style="list-style-type: none">i. Mr. Kiran Kumar Manikwar (FCS : 9062) was appointed as the Company Secretary and a Key Managerial Person as per Section 203 of the Act w.e.f. 28th April, 2022.ii. Mr. Anup Kumar Samal (FCS : 4832) resigned from the position of Company Secretary and Key Managerial Person as per Section 203 of the Act w.e.f. 6th April, 2022.iii. Mr. Madhu Ramachandra Rao (DIN : 02683483) was reappointed as an Independent Director in the 19th AGM held on 15th September, 2022, for the 2nd term of five (5) years effective 15th September 2022.iv. Mrs. Siva Kameswari Vissa (DIN: 02336249) retired as an Independent Director after completion of her 2nd term, on 20th August 2022.v. Mrs. Bijal Tushar Ajinkya (DIN : 01976832) was appointed as Independent Director in the 19th AGM held on 15th September, 2022, for the 1st term of five (5) years effective 15th September 2022.vi. Mr. Dharmendra Bhojwani (DIN : 08826067) who was earlier appointed as Additional Director w.e.f. 6th January, 2022 was appointed as Director in the 19th AGM held on 15th September, 2022.vii. Mr. Iskandar Mizal Bin Mahmood (DIN : 09479519) who was earlier appointed as Additional Director w.e.f. 2nd February, 2022 was appointed as Director in the 19th AGM held on 15th September, 2022.viii. Consent of Members for continuance of Mr. H J Dora (DIN : 02385290) as Non-Executive Director, pursuant to Regulation 17 (1A) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, was accorded at the meeting held on 16th February, 2023.
	<p>o. the Company has received necessary disclosures of Interest under Sections 184(1) and 189(2) of the Act in Form MBP-1 from all the Directors / Key Managerial Personnel and also the Declarations under Section 164 (2) from all the Directors during the financial year;</p>





Sl	Particulars
	p. the Company has taken necessary approvals from the Central Government / Registrar of Companies, required to be taken under the various provisions of the Act;
	q. the Company has not accepted / renewed / repaid any of deposits pursuant to Section 73 of the Act, during the financial year under review;
	r. The provisions of Section 186 of the Act with respect to investments made or the loans and guarantees given or, security provided, by the Company, are not applicable to the Company, being an infrastructure Company.
	s. The Company has not altered its Memorandum & Articles of Association during the financial year under review.
	t. The aggregate borrowings of the Company are within the borrowing limits approved by the members of the Company pursuant to Section 180 (1) (c) of the Act. Further, the Company has created / modified / satisfied the charges by way of hypothecation / pledge / mortgage on the movable and immovable properties of the Company and the particulars of the same have been registered with the Registrar of Companies.

Date: 13th November, 2023
Place: Hyderabad



For KBG Associates
Company Secretaries
Firm Regn No # P2009AP006100
PRC : P2009AP6100/1103/2021

Srikrishna Chintalapati
Partner

CP No: 6262
UDIN : F005984E001836384

GMR Hyderabad Inter National Airport Limited

Details of Committee Meetings During the Financial Year 2022-23

S. No	Type of Meeting	Date of Meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	28-04-2022	7	7	100
2	Audit Committee	18-07-2022	7	7	100
3	Audit Committee	17-10-2022	7	7	100
4	Audit Committee	20-01-2023	7	7	100
5	Audit Committee	24-03-2023	7	7	100
6	Nomination and Remuneration Committee	28-04-2022	6	4	66.67
7	Nomination and Remuneration Committee	18-07-2022	6	6	100
8	Nomination and Remuneration Committee	20-01-2023	6	5	83.33
9	Corporate Social Responsibility Committee	28-04-2022	3	2	66.67
10	Stakeholders Relationship Committee	29-03-2023	4	3	75
11	Risk Management and Environment, Social and Governance (ESG) Committee	24-03-2023	6	2	33.33
12	Board Sub-Committee Meeting	29-11-2022	5	5	100
13	Board Sub-Committee Meeting	20-02-2023	5	5	100

Date: November 13, 2023

To
The Registrar of Companies
Hyderabad

Dear Sir,

Sub: Clarification with respect to information disclosed in Clause III in Form MGT-7.

We hereby submit the following clarification with respect to information disclosed in Form MGT-7 on Page 2 under Clause III on holding Companies in Sl Nos 1 and 2 :

- 1) GMR Enterprises Private Limited (GEPL) is the holding company of GMR Airports Infrastructure Limited (GIL) [formerly known as GMR Infrastructure Limited] ;
- 2) GIL is the holding company of GMR Airports Limited (GAL);
- 3) GAL is holding 23,81,39,000 equity shares (63%) along with its nominee shareholders, in GMR Hyderabad International Airport Limited (GHIAL). Further, GIL is holding 1,000 (0.00%) equity shares in GHIAL.
- 4) For the purpose of filling, under Clause III in Sl Nos. 1 and 2 as to “% of shares held” in the said form, we have considered the “Zero” number of shares held by GEPL and GIL, as there is no concept of taking effective holding of shares in the law.

Kindly take on record the e-form MGT-7 along with the clarification.

Thanking you.

Yours sincerely,
For GMR Hyderabad International Airport Limited


Kiran Kumar Manikwar
Company Secretary
Membership No: 9062

